

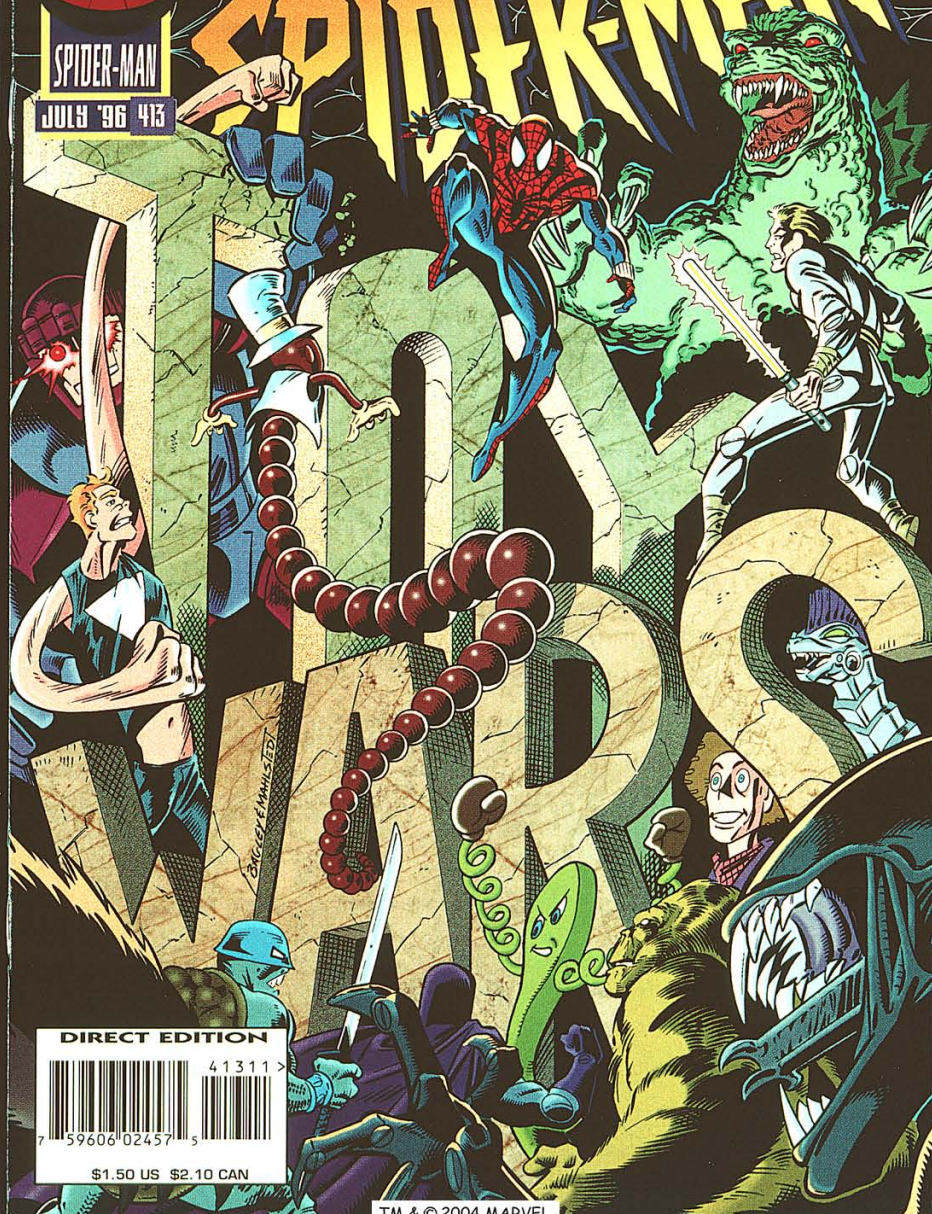
MARVEL  
COMICS



SPIDER-MAN

JULY '96 413

# THE AMAZING SPIDER-MAN



DIRECT EDITION



\$1.50 US \$2.10 CAN

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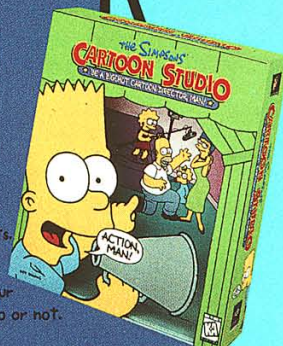


# the SIMPSONS<sup>TM</sup> CARTOON STUDIO

★ BE A BIGSHOT CARTOON DIRECTOR, MAN! ★

COOL  
CARTOON,  
MAN!

THE SIMPSONS CARTOON STUDIO  
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EPISODES AS EASY AS PIE!



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MATT GROGGIN

TM & © 2004 MARVEL

STAN LEE  
presents  
THE AMAZING  
SPIDER-MAN

PAIN -- sharp and  
all-encompassing  
-- jolts me awake  
with strobelike  
suddenness!

UGGNN!

My world suddenly  
ERUPTS --

-- PINBALLING me against  
the all-too-revealing walls  
of my new prison!

I struggle upward --  
-- through waves of  
seething nausea --  
-- unable to  
REMEMBER!

Where  
am I?!

What HAPPENED to me?  
How long was I  
UNCONSCIOUS?!

The ANSWERS hit  
me like a brick!

N-NO!  
NO! IT  
CAN'T BE  
REAL!

T-THIS IS  
IMPOSSIBLE!

IT

CAN'T

BE

TM & © 2004 MARVEL



It is given name is Peter Parker. While in high school, he was bitten by a radioactive spider and endowed with amazing powers, which he has since used to protect the innocent and battle evil. Now he calls himself Ben Reilly, and, as a costumed crimefighter, he continues his crusade... for he understands that with great power comes great responsibility! STAN LEE: PRESENTS: **THE AMAZING SPIDER-MAN!**

# BUG STORY

**TOM DEPALCO**  
WRITER

**MARK BAGLEY**  
PENCILS

**LARRY MAHLSTEDT**  
INKS

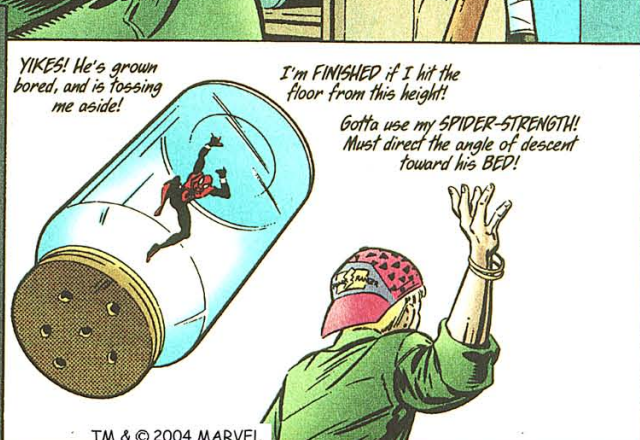
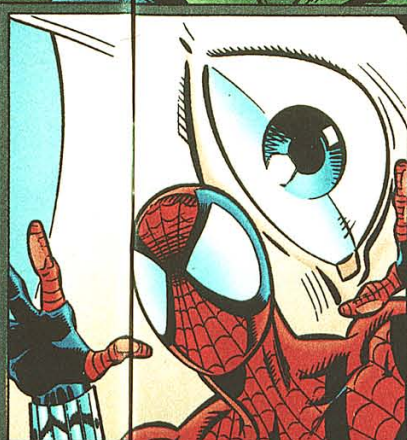
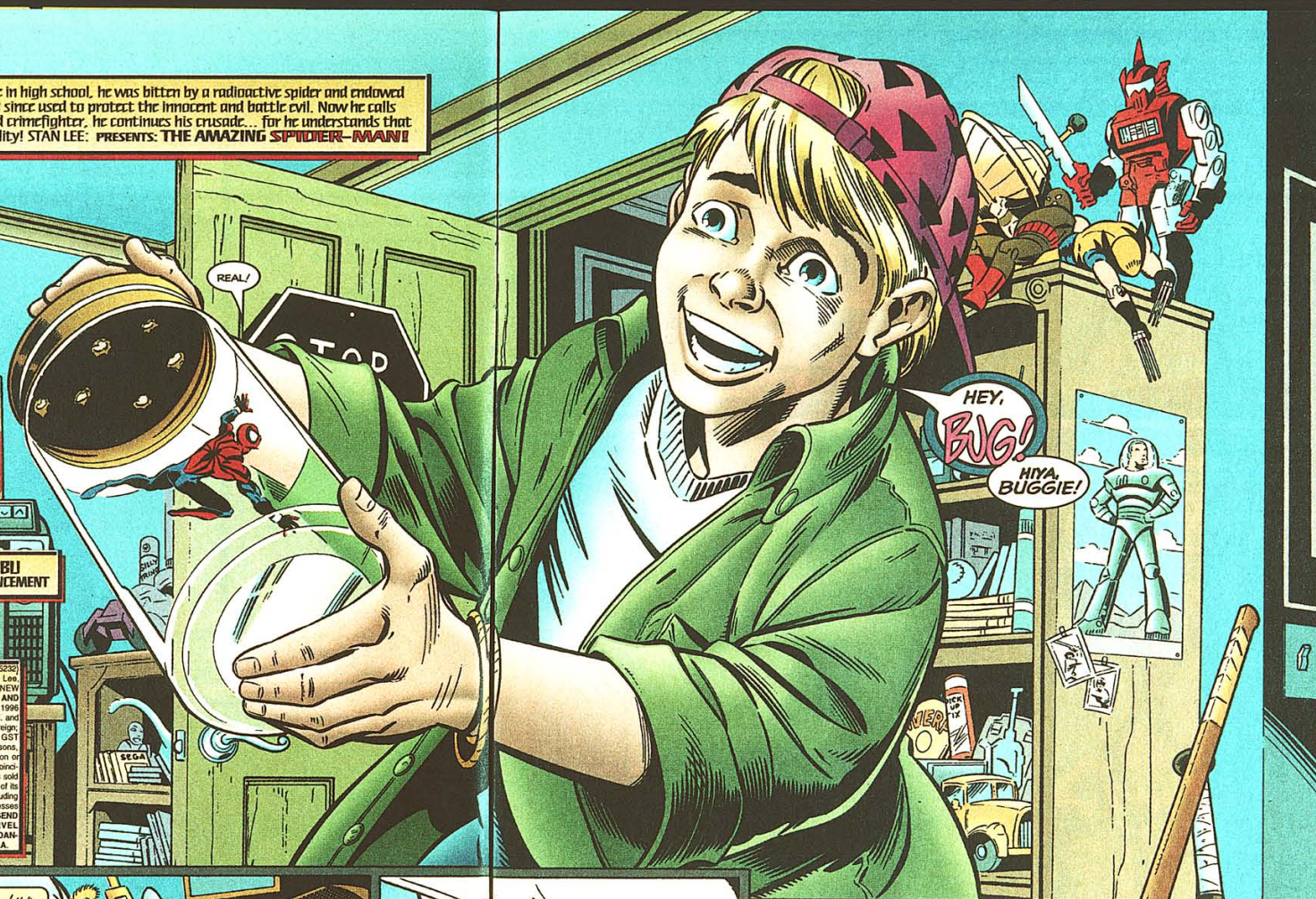
**RICHARD STARKINGS**  
and **COMICRAFT**  
LETTERING

**BOB SHAREN MALIBU**  
COLORIST ENHANCEMENT

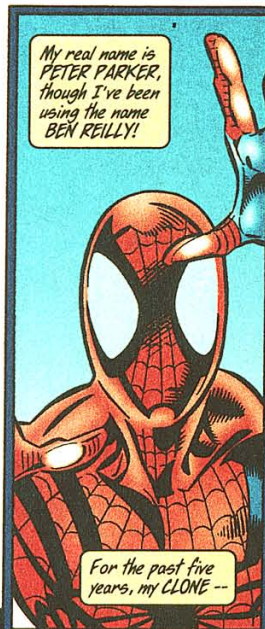
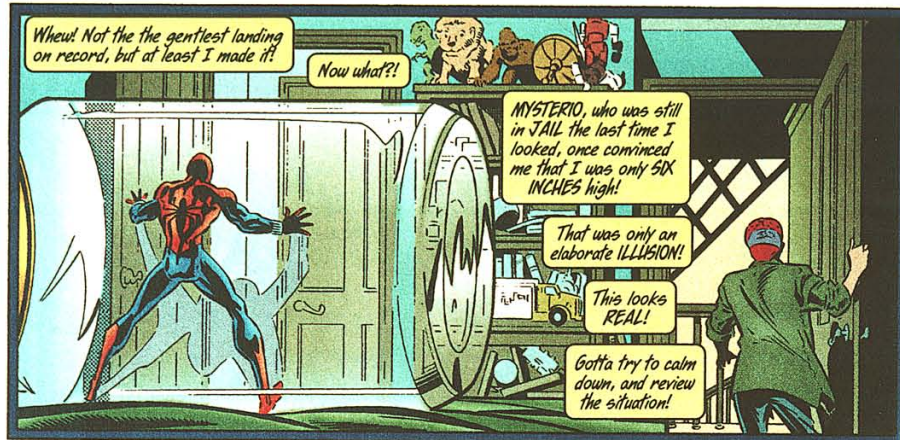
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EDITOR

**BOB HARRAS**  
EDITOR IN CHIEF

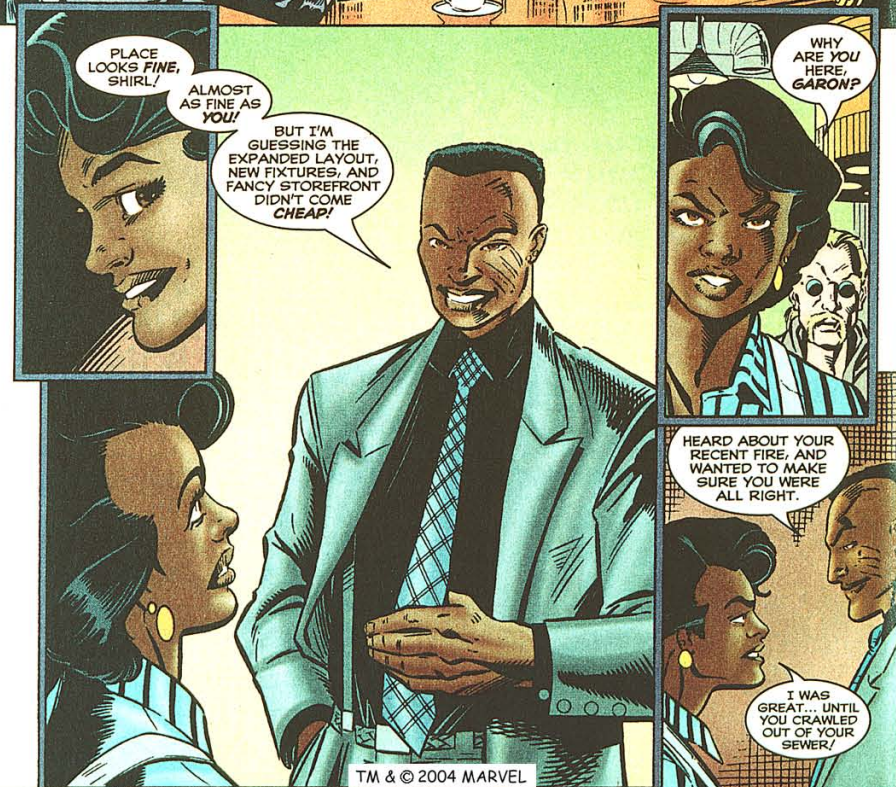
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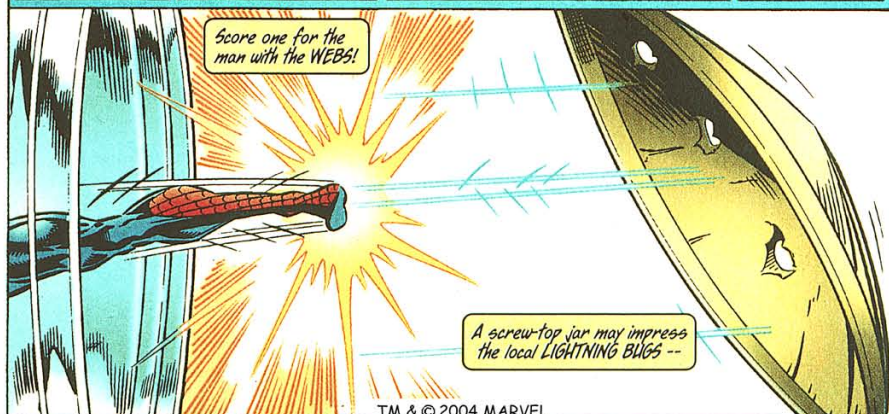








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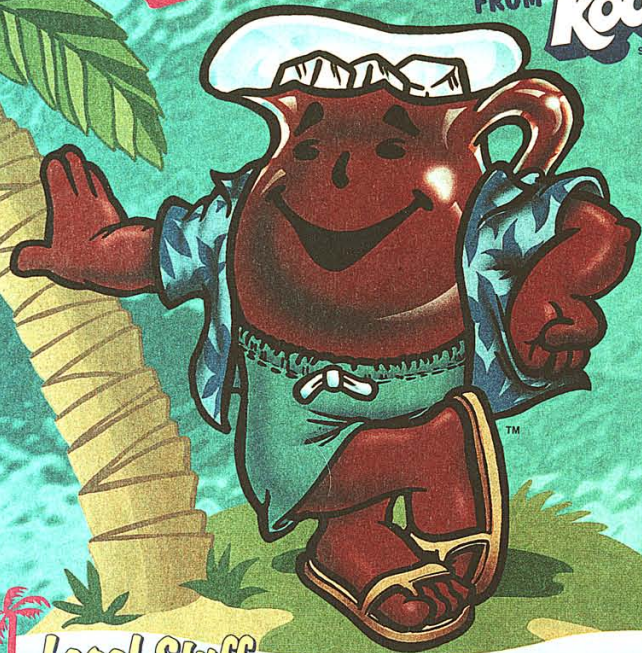


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# TRY islandtwists™

FROM **Kool-Aid**®  
SOFT DRINKS BRAND



## Legal Stuff

### Rules Summary No Purchase Necessary

NOTE: Game pieces may be found only inside packages of ISLAND TWISTS™ from Kool-Aid® Brand Soft Drink Mix and ISLAND TWISTS™ from Kool-Aid® BURSTS® Soft Drinks.

1. HOW TO PLAY: Check inside any Sugar Sweetened 8 qt. canister or 2 qt. envelope of ISLAND TWISTS™ from Kool-Aid® Brand Soft Drink Mix in all 4 ISLAND TWISTS™ flavors: SLAMMIN' STRAWBERRY-KIWI™, KICKIN' KIWI-LIME™, OH YEAH ORANGE-PINEAPPLE™, and MAN-O-MANGO-BERRY™, or inside any 2 qt. unsweetened envelope of ISLAND TWISTS™ from Kool-Aid® Brand Soft Drink Mix in all 4 ISLAND TWISTS™ flavors, or any 8 qt. box of Sugar Free ISLAND TWISTS™ from Kool-Aid® Brand Soft Drink Mix in OH YEAH ORANGE-PINEAPPLE™ flavor, or any 6 pack of ISLAND TWISTS™ from Kool-Aid® BURSTS® Soft Drinks in SLAMMIN' STRAWBERRY-KIWI™, KICKIN' KIWI-LIME™ and OH YEAH ORANGE-PINEAPPLE™ flavors to see if you are an instant winner. Non-winning canisters, envelopes, boxes of ISLAND TWISTS™ from Kool-Aid® and ISLAND TWISTS™ from Kool-Aid® BURSTS® Soft Drinks will not have a game piece inside. Product with game pieces will be delivered on shelf from approx. 4/1/96 through 7/31/96. All prize claims are subject to verification and must be received by 12/31/97. Game ends 12/31/97.

2. NO PURCHASE NECESSARY. To receive a free game message and official rules while supplies last, send a self-addressed, stamped #10 envelope to: GAME MESSAGE REQUEST, P.O. Box 7192, Melville, NY 11775-7192. Requests must be received by 12/1/97. Residents of the state of WA only, need not affix postage to self-addressed envelope. Limit one request per outer mailing envelope.

3. PRIZES AND ODDS OF WINNING INSTANTLY: There are three Grand Prizes: One Grand Prize Winner will receive a 7 day, 6 night trip for four to Hawaii. (Est. retail value \$10,000)—1 in 277,264,896; One Grand Prize Winner will receive a 7 day, 6 night trip for four to Nassau, Bahamas. (Est. retail value \$10,000) 1 in 277,264,896; and one Grand Prize Winner will receive a SONY Home Entertainment System including S3® Videocassette® Big Screen Color TV, VHS Hi-Fi Stereo Videocassette Recorder, and Stereo Rack System. (Est. retail value \$5,650)—1 in 277,264,896; Other Prizes: (1,000) A Boys 24" Huffy® Mtn. FURY™ Bike (Est. retail value \$150)—1 in 277,265; (1,000) A SONY Sports AM/FM Stereo Cassette Recorder (Est. retail value \$90)—1 in 277,265; (1,000) A Mid-size Timex® Ironman® Triathlon® Watch with Indiglo® night-light (Est. retail value \$45)—1 in 277,265. Odds of winning any instant prize are 1 in 92,350. Odds are based on the total number of anticipated packages on shelf from 4/1/96—7/31/96. Total approximate retail value of all prizes is \$310,650.

4. Game open to U.S. residents, 18 years of age or younger as of 4/1/96. Employees of Kraft Foods, Inc., its parent, affiliates, subsidiaries, advertising and promotion agencies, Don Jagoda Associates, Inc., printers of all game materials, and the families of each are not eligible. Winners agree to hold Kraft Foods, Inc., its directors, officers, employees and assigns harmless from any liability arising out of use or acceptance of prize. Void where prohibited. Limit one prize per family/household. As a condition of entering, participant agrees that all disputes arising out of this promotion shall be resolved individually and exclusively through arbitration without resort to litigation.

5. Game is subject to additional restrictions contained in Official Rules.

# and You Could WIN A GREAT PRIZE

Look For Winning Game Piece Inside Packages  
of **islandtwists**™ To See If You've Won!

1,000 Kids Win!  
Could  
WIN A  
**TIMEX®**  
**IRONMAN®**  
**TRIATHLON®**  
WATCH WITH  
**INDIGLO®** night-light



One kid will win a  
**SUBMARINE**  
adventure in the  
**BAHAMAS**

1,000 Kids Win!  
Could  
WIN A  
**SONY SPORTS**  
AM/FM STEREO CASSETTE RECORDER



One kid will win an  
awesome **SONY**  
HOME ENTERTAINMENT  
SYSTEM

1,000 Kids Win!  
Could  
WIN A  
**HUFFY®** BOYS 24"  
MOUNTAIN FURY™ BIKE!

One kid is going  
bike riding in  
**HAWAII**



## Here's How To Play!

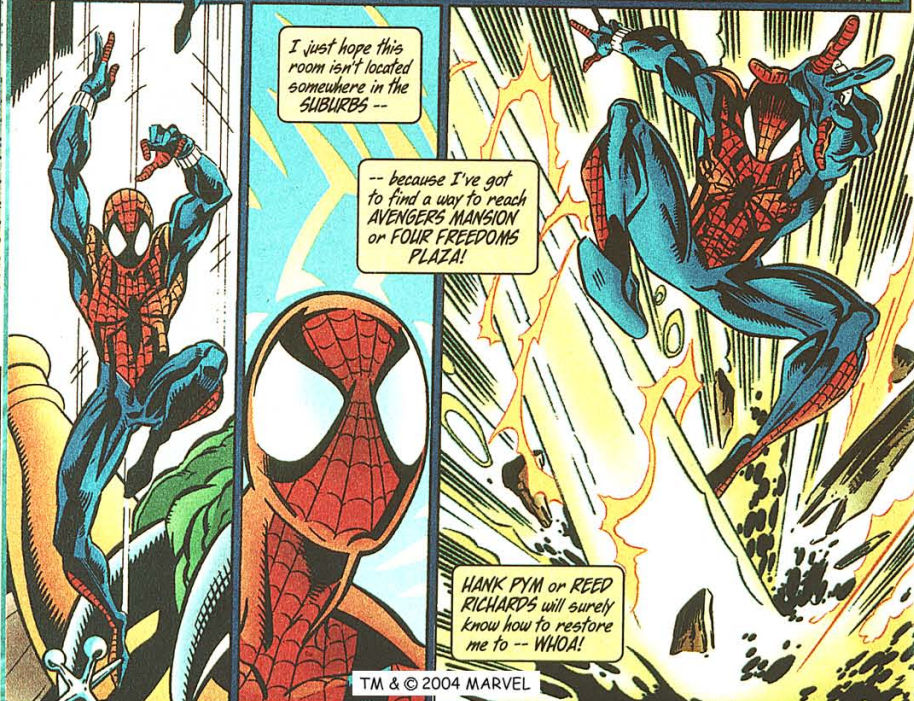
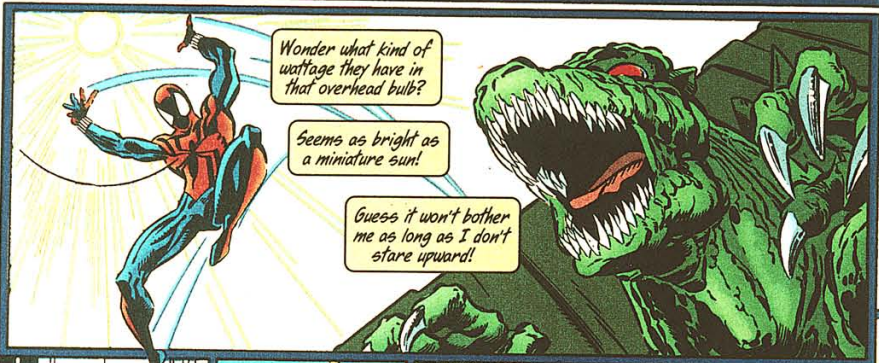
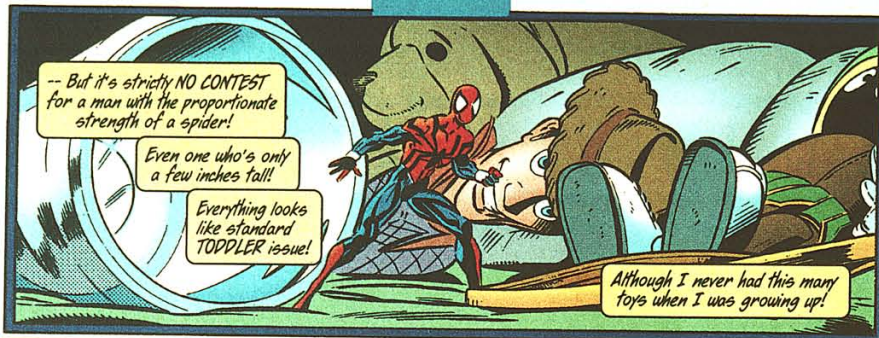
(No Purchase Necessary)

- 1 Buy any form or flavor of Island Twists™ from Kool-Aid®
- 2 Look Inside for Winning Game Piece like this "WINNER!" to see if you've won!

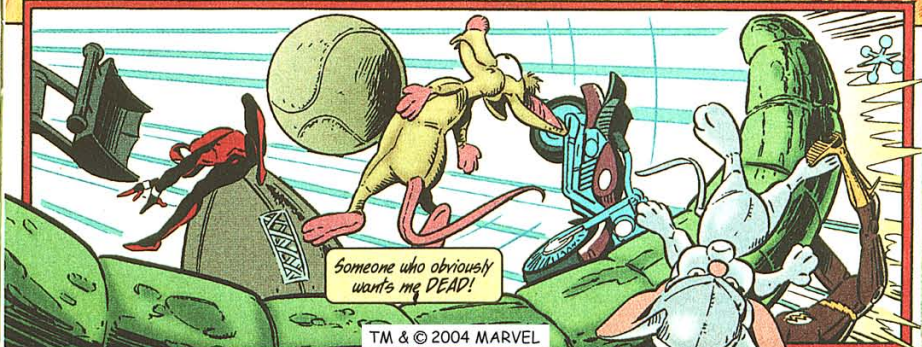


See Rules Summary For Details





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# HULKEN QUETINS

## THE GRUDGE MATCH OF THE CENTURY... IN ANY TIMELINE!

Ever since *The Age of Apocalypse* ended, X-fans have been treated to such cross-worldly bouts as Cable versus X-Man, Sugar Man against Generation X, and of course, that megalomaniacal McCoy taking on his alternate counterpart, the Beast! But now, it's time for the ultimate round between two of the most powerful mutants in any reality. That's right, it's time for the titanic tussle our fans have been screaming for...

At long last, Nate (X-Man) Grey is going toe-to-toe with that big orange heatmeiser, Holocaust!



X-Man may be the most powerful telepath this side of Xavier, but Holocaust may have enough in his punch to flatten the Hulk! Sounds like a fair fight, right? Well, except for one teeny-weeny little detail: Holocaust is working for a new manager these days, who goes by the name... Onslaught!

Catch the title bout in X-MAN #17, with training by Terry Kavanagh and refereeing by Steve Skroce and Bud LaRosa! This one's big enough to make Dan King's hair stand up even straighter!

## IT'S NOT EASY BEING GREEN

In 1992, Hulk writer Peter David and artist George Perez collaborated on *Future Imperfect*, one of the most imaginative and simultaneously disconcerting future glimpses of the Marvel Universe ever presented. Paralleling that dystopic view was the Hulk himself, now called the Maestro.

One of the cruelest, most barbaric dictators the Earth had ever seen, he was defeated and the populace liberated only through the efforts of the present-day Hulk, who beat the mean green guy by, of all things, detonating a gamma bomb in his immediate vicinity (and we do mean "immediate"). Now, the sequel, Hulk-fans have been clamoring for ever since is about to begin.

Janis, Rick Jones's granddaughter from the future, has been pursued through time by a mysterious enemy. The only guy who can save her? The Incredible Hulk (well, duh). Only problem is, he's dead (courtesy of a gamma bomb which exploded in his immediate vicinity, "natch"). Who can save her from her dark pursuer? And does the arrival of a mysterious, giant green guy mean the Hulk's alive and back on the scene? You'll find out if you pick up **INCREDIBLE HULK #443**, written by Peter David (he's no green horn), with art by Angel Medina and Robin Riggs (both of whom have green thumbs).



## SAY, DOES ANYONE REMEMBER THAT "TRAITOR" THINGEE?

Way back in **UNGANNY X-MEN #282**, X-fans were introduced to the mysterious being known only as Bishop. Originating from our far-flung future, he was inadvertently pulled back to our time while stopping the deranged mutant, Fitzroy.

Well, his mission didn't end there. Coming face-to-face with the legendary X-Men, he gained the opportunity to save his childhood heroes from a traitor within their midst, a turncoat destined to destroy the team and forever upset the balance between mutants and humanity. A traitor who's identity history failed to record.

Until now. That's right! The mysterious Onslaught will at last emerge from the shadows. His heralds, Post, the Mimic and the Blob, have already thrown down with the X-Men's extended family. What chance do they have against the red McCoy?

Who is this terrible someone? What self-respecting X-Man could be capable of such evil, unspeakable acts as Onslaught has already committed, and will in the near future? We'll give you just two hints: He/she has been a member of the X-Men for a loooong time, and the answers can be found in **X-MEN #54**. Intrigue and mystery are supplied by Mark Waid, with revelations courtesy of Andy Kubert and Cam Smith. This one's a milestone, kids!

## WHAT IF?



For years, fans have been treated to exciting, terrifying, sometimes even bizarre glimpses of other realities courtesy of **WHAT IF?** Worlds where Logan never became Wolverine, or Captain America was never revived by the Avengers.

Now, **WHAT IF?** is about to undergo a major transformation, becoming darker, grittier, and a whole lot scarier. Says editor Kelly Corvese, "the most exciting part about working on a book like **WHAT IF?** is the unlimited potential to tell stories from your imagination—staying true to character but straying as much as possible from continuity. With each issue, we're trying to create a new world, a new locale like the one you're used to, yet alien in almost every sense of the word."

The all-new look of the book begins in issue #87, entitled *Car and Mouse*. Sabretooth has escaped his basement prison in the Xavier Institute, and is getting the chance to tear into the X-Men he never got in our reality. "It's scary stuff," says Corvese, "and it doesn't turn out the way you'd expect."

Look for the beginning of the unbelievable, with story by Dan Abnett and Andy Lanning, with terrifying art by Frank Terani!

UP & COMING COMICS:

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## CHECKLIST FOR MAY 22

- DOOM 2099 #33** Doom must make the ultimate choice: save Earth from total annihilation, causing Latveria to fall, or rescue his homelands and people at the expense of the free world. What do you think he's going to decide? By John Francis Moore and Jeff Leffler.
- INCREDIBLE HULK #443** The return of... who he back in this story? Yeah, he's big, and he's green, but what does that prove? By Peter David and Angel Medina!
- IRON MAN #330** Young Tony Stark runs the gauntlet of challenges in this one! Marvel as he learns the final fate of Stark Enterprises, comes face to face with the last surviving member of the Stark clan, and must defeat the nastiest villain who's haunted him since his resurrection! By Terry Kavanagh and Jimmy Cheung!
- PUNISHER #9** The Don Geracy family is torn asunder by an enemy from within. What's a poor ol' Punisher to do? By John Ostrander and Tom Lyle!
- THE ADVENTURES OF SPIDER-MAN #4** Straight from the TV show, all-new animated Spider-Man by Neil Yankov and Alex Savioti!
- GREEN GABLIN #10** Things are bad enough for the Gablin when the Daily Bugle sets its sights on him—imagine how much worse he's about to feel now that Arcade's on the way! By Tom DeFalco and Scott McDaniel!
- SPIDER-MAN #70** A sudden and violent crime
- three erupts in Manhattan, signaling the arrival of a deadly, mysterious new crime lord. More powerful than the Kingpin, more barbed-headed than Hammerhead. And if Spider-Man thinks he's going to be as easy to take down as Silvermane, he's got another thing coming! By Howard Mackie and John Romita Jr.
- EXCALIBUR #99** Onslaught goes on a visit to a member of London's Hellfire Club. Pete Wisdom tells the air out on Black Air's sails, and Outback—our what's left of him—is revealed! By Warren Ellis and Casey Jones!
- WHAT IF? #87** First issue in a whole new direction for the only book that regularly goes where angels fear to tread. This issue, shortly after the marriage of Cyclops and Jean Grey, the X-Men's deadliest guest has escaped and gone on a killing rampage—Sabretooth! What's worse, the only X-Man standing between him and the outside world is poor little Jubilee. By Dan Abnett & Andy Lanning, and Frank Terani.
- X-MAN #17** It's round two between two of the most powerful mutants in any reality: X-Man versus Holocaust. The last time these guys went toe-to-toe, an entire world trembled and collapsed around 'em! By Terry Kavanagh, and Steve Skroce!
- X-MEN #54** At last, after literally months of buildup, Onslaught not only arrives in force, but his true identity is even revealed! One of the biggest shocks you'll ever feel, guaranteed! By Mark Waid and Andy Kubert!

## WISH LIST



I'll worry about the WHO and WHY later!

Right now I've got a DINO to dump!

YO, SMOK!! I HATE TO GET PERSONAL --  
-- BUT YOU REALLY OUGHTA SWITCH TO A BLAND DIET!



IT'S OBVIOUS YOU SUFFER FROM BAD HEARTBURN!  
AND YOUR BREATH -- STINK-OOO!

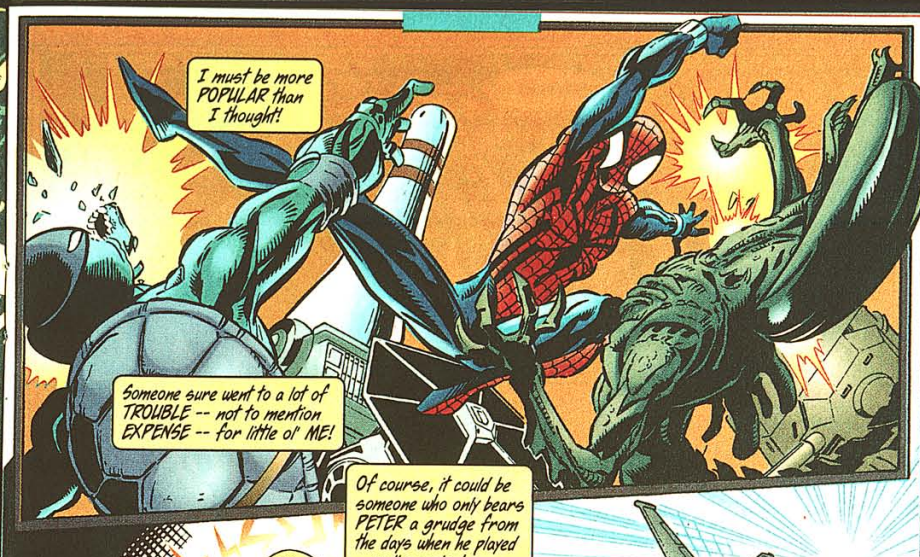
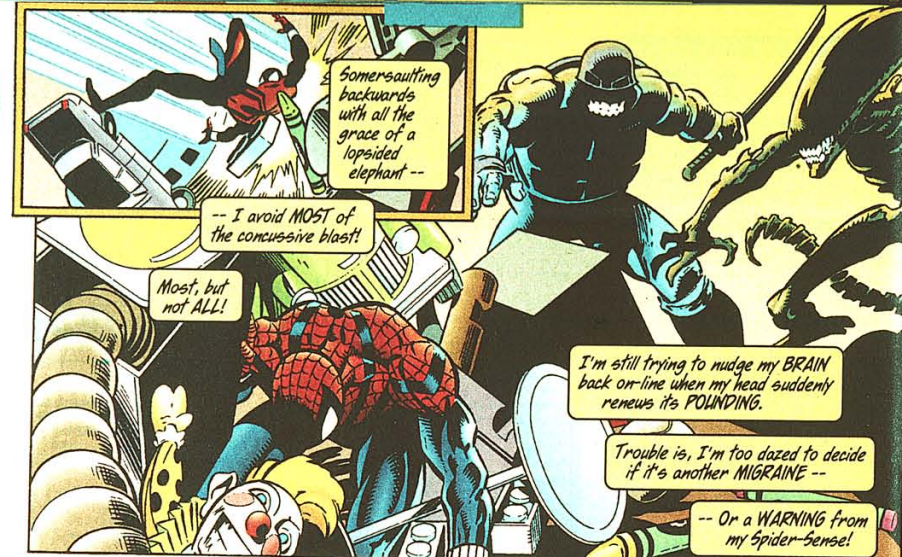
MAYBE A LITTLE WEBBING WILL HELP IMPROVE THE AIR QUALITY IN HERE!

OOPS! MY MISTAKE!

GUESS I SHOULDN'T HAVE PLUGGED UP YOUR ONLY OUTLET FOR THE RELEASE OF PENT-UP FRUSTRATION!

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# FREE COMICS!

IT'S OUR 10TH BIRTHDAY BUT YOU GET THE PRESENTS!



1. Order \$30-\$49<sup>99</sup> & get **2 FREE** comics worth \$5!\*
2. Order \$50-\$99<sup>99</sup> & get **5 FREE** comics worth \$20!\*
3. Order \$100 or more & get **15 FREE** comics worth \$50!\*
4. **BONUS!** All orders postmarked, faxed or phoned by July 15th get a **FREE Exclusive Limited Edition Comic!**

\* All comic book values are based on the prices in Wizard Price Guide #57 (May 1996). Important: All free comics will be chosen by American Entertainment. Order totals are before shipping.



## Key Issues

Arcadia 3 (1st Ghost).....\$2  
Cyblade/Shi 1 (1st Witchblade).....\$2  
Darker Image 1 (1st Maxx).....\$1  
Deathmate Black 1 (1st Gen)<sup>99</sup>.....\$5  
Marvel Comics 72 (1st Weapon X).....\$1  
Powers That Be 1 (1st Fate).....\$5  
Spawn 9 (1st Angela).....\$5  
Steel Harbor 1 (1st Barb Wire).....\$1  
Uncanny X-Men 316 (1st Gen X).....\$2  
Youngblood Strikeforce 1 (1st Glory).....\$1  
X-Men: Alpha 1 (2nd Print).....\$3  
The first Dark Beast & Holocaust!



## Limited Comics

Avengelyne Swimsuit 1 (Limited).....\$3  
An exclusive limited edition photo cover!  
Cyblade 1 (Limited Edition).....\$5  
Very rare Bill Tucci exclusive cover!  
Lady Death #1/2 (Limited Edition).....\$25  
Hot! Includes a certificate of authenticity!  
Medieval Spawn/Witchblade 1 (Gold).....\$5  
Only 5,000 printed! Metallic gold logo!  
Vampiella Strikes 1 (Limited).....\$5  
An exclusive photo cover! Very scarce!  
X-Men Phoenix Resurrection #0.....\$5  
Exclusive limited edition X-Men comic!



## New Comics

Angela/Glory: Rage of Angel 1.....\$3  
Artemis: Requiem 1 (DC's bad girl).....\$2  
Askani'son 1,3,4 (New series).....\$3  
Fatale 1 (Great art).....\$3 2,3 (Rare).....\$5  
Further Adv. of Cyclops & Phoenix 1.....\$2  
New series! The origin of Apocalypse!  
Gambit/Nightman 1 (Reg. edition).....\$2  
Gambit/Nightman 1 (Limited Edition).....\$5  
All-new 3-issue series! Very nice art!  
Kingdom Come 1,2 (Alex Ross).....\$4.95  
By Mark Waid & Alex Ross! 48 pgs!  
Thor 500 (Decadent art - 48 pgs).....\$3

## Best-Sellers

Angela Trade (Issues #1-3).....\$9.95  
Contains the entire Angela mini-series!  
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The entire 11-part storyline! 264 pgs!  
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One of our best-sellers! Stunning art!  
Lady Death Trade (1st mini).....\$10.95  
Contains the rare first mini-series!  
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Contains Shi #1-4 by Bill Tucci!  
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Contains issues #1-5 by Todd McFarlane!  
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By Frank Miller & Todd McFarlane!  
Wolverine: Knight of Terra.....\$5.95  
All-new! Wolverine takes on Sabretooth!  
X-Files Trade (Issues #1-6).....\$19.95  
X-Men: Dark Phoenix Trade.....\$12.95  
A classic story! Art by John Byrne!  
X-Men: First Appearances.....\$4.95  
Contains the first appearance of Wolverine, Rogue, Mr. Sinister & Gambit! 96 pgs!  
X-Men: Wrath of Apocalypse.....\$4.95

# HOT COMICS!

Adv. Cyclops & Phoenix 1-3.....\$2  
Amazing Mutants 1(1st) \$2.4 \$1  
Amazing Spider-Man 346,400.....\$5  
336,339,340,350,351,353,358 \$1  
362,365,367,375,377,394 \$1  
378,393,401,407,408,410,414,415 \$1  
Araknis 1 \$5 2-4 \$3 0 (Limited) \$5  
Astonishing Mutants 1-3 \$2 \$1  
Astonishing Mutants 1(1st) \$3 2-4 \$1  
Avengelyne 2,3 (1st mini-series).....\$5  
Avengers 360,368,372,374,378 \$1  
384,385,389,393,396,399 \$2  
Azrael 1 \$5 4,7,12,15,18 \$3  
Backlash 2,4,6-11,14,18,19 \$2  
Batman 0,437,441,493,499.....\$1  
436,442,457,491,500,506,515 \$2  
511-514,516,521,526,531.....\$1  
Cable 1-6,9-14,21-24,26,29-32 \$2  
15,25 \$2 1,2 (mini-series).....\$2  
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1 (Mini) \$15 0,2-4 (Mini).....\$2  
Cyblade/Shi 1 (Reg) \$2 1 (Ltd).....\$5

DC vs. Marvel 2(2nd),3,4(1st) \$3.95  
SHI 7 \$3 SHI/Cyblade 1 (Reg) \$2  
Spawn 1,2 \$19 3-5 \$10 9 \$3  
7,8,10-15 \$2 20,22-24,26-30 \$3  
16-19,21,25 \$5 31-48.....\$2  
Evil Empire: Straight to Hell 1 \$1 2-4 \$3  
Excalibur 6,10-30,42,87,93,95 \$1  
33-39,43,71-73,75,81,86,96,98 \$2  
Factor X 1 (2nd) \$1 2-4.....\$1  
Fantastic Four 347(1st), Ann 25 \$2  
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Avengelyne 2,3 (1st mini-series).....\$5  
Avengers 360,368,372,374,378 \$1  
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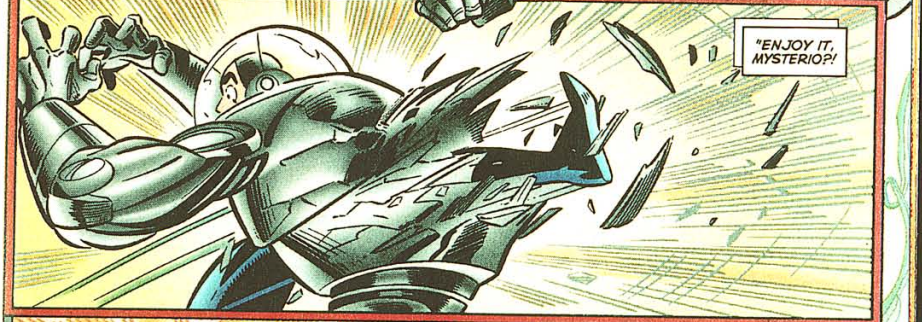
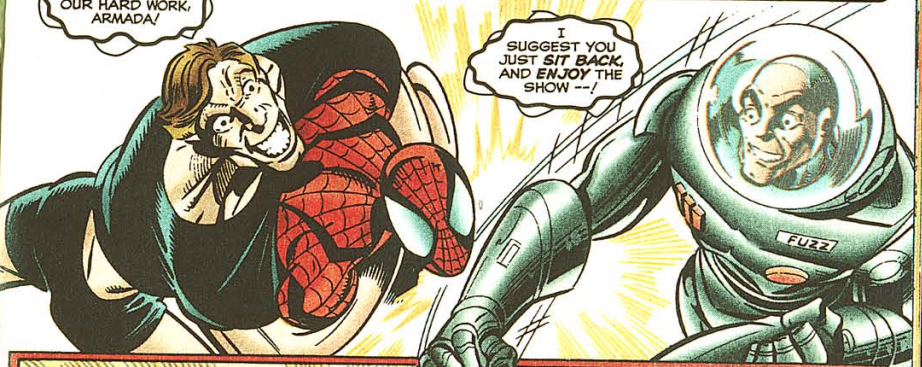
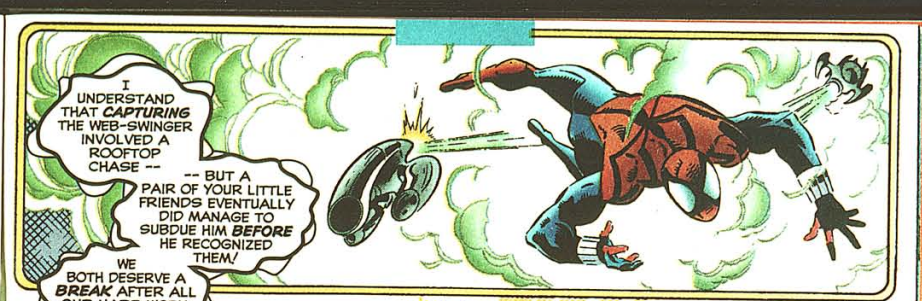


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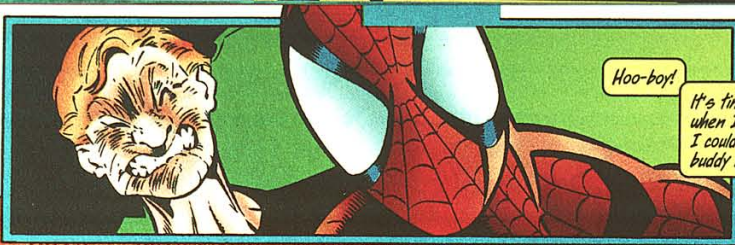
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Hoo-boy!

It's times like THIS  
when I really wish  
I could give my good  
buddy PETE a call --

-- and ask him if  
he wants his OLD  
JOB back!



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# Know Your Spree Inside Out®

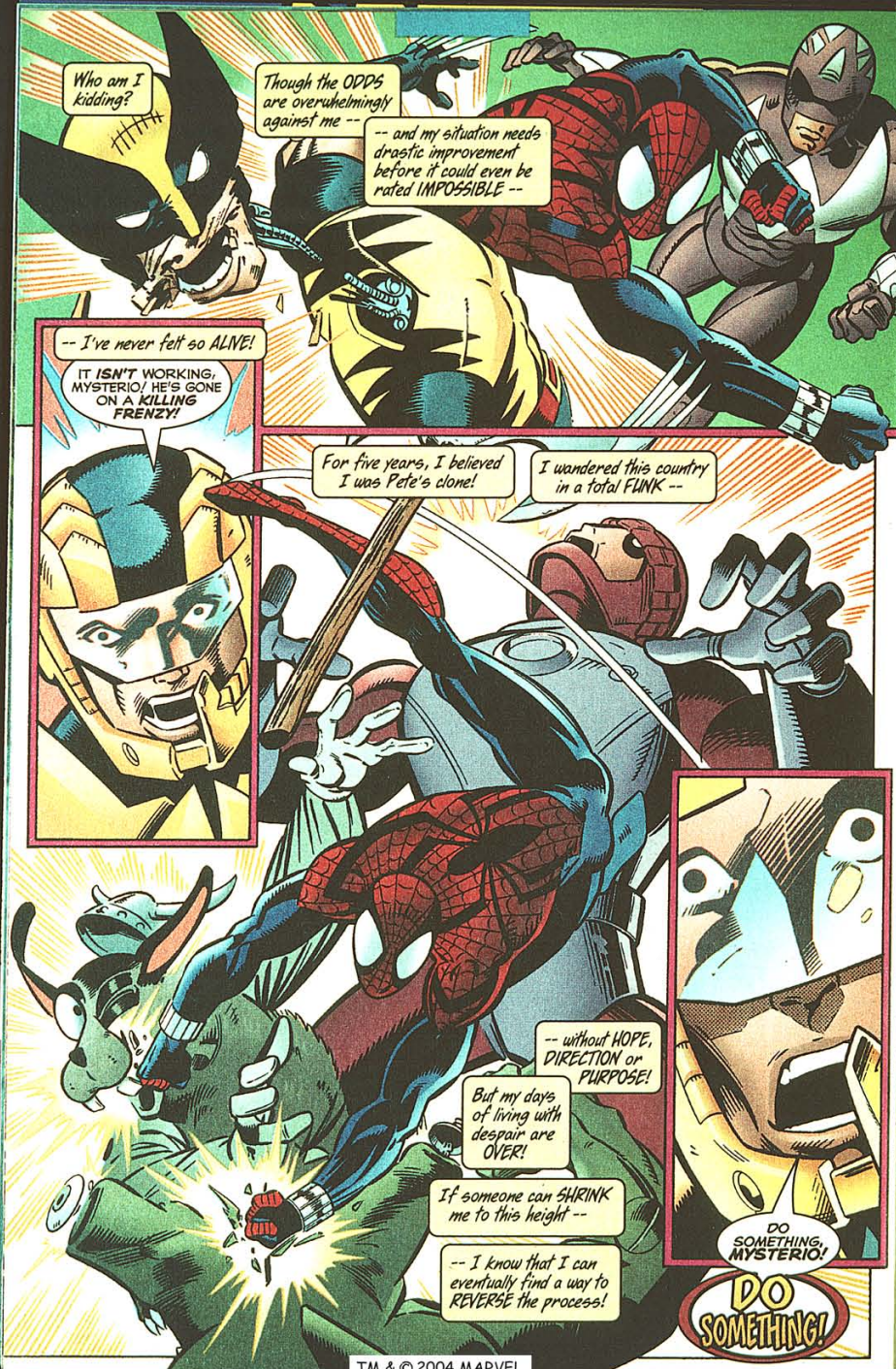


Sweet on the outside, sour on the inside.

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Who am I kidding?

Though the ODDs are overwhelmingly against me --

-- and my situation needs drastic improvement before it could even be rated IMPOSSIBLE --

-- I've never felt so ALIVE!

IT ISN'T WORKING, MYSTERY! HE'S GONE ON A KILLING FRENZY!

For five years, I believed I was Pete's clone!

I wandered this country in a total FUNK --

-- without HOPE, DIRECTION or PURPOSE!

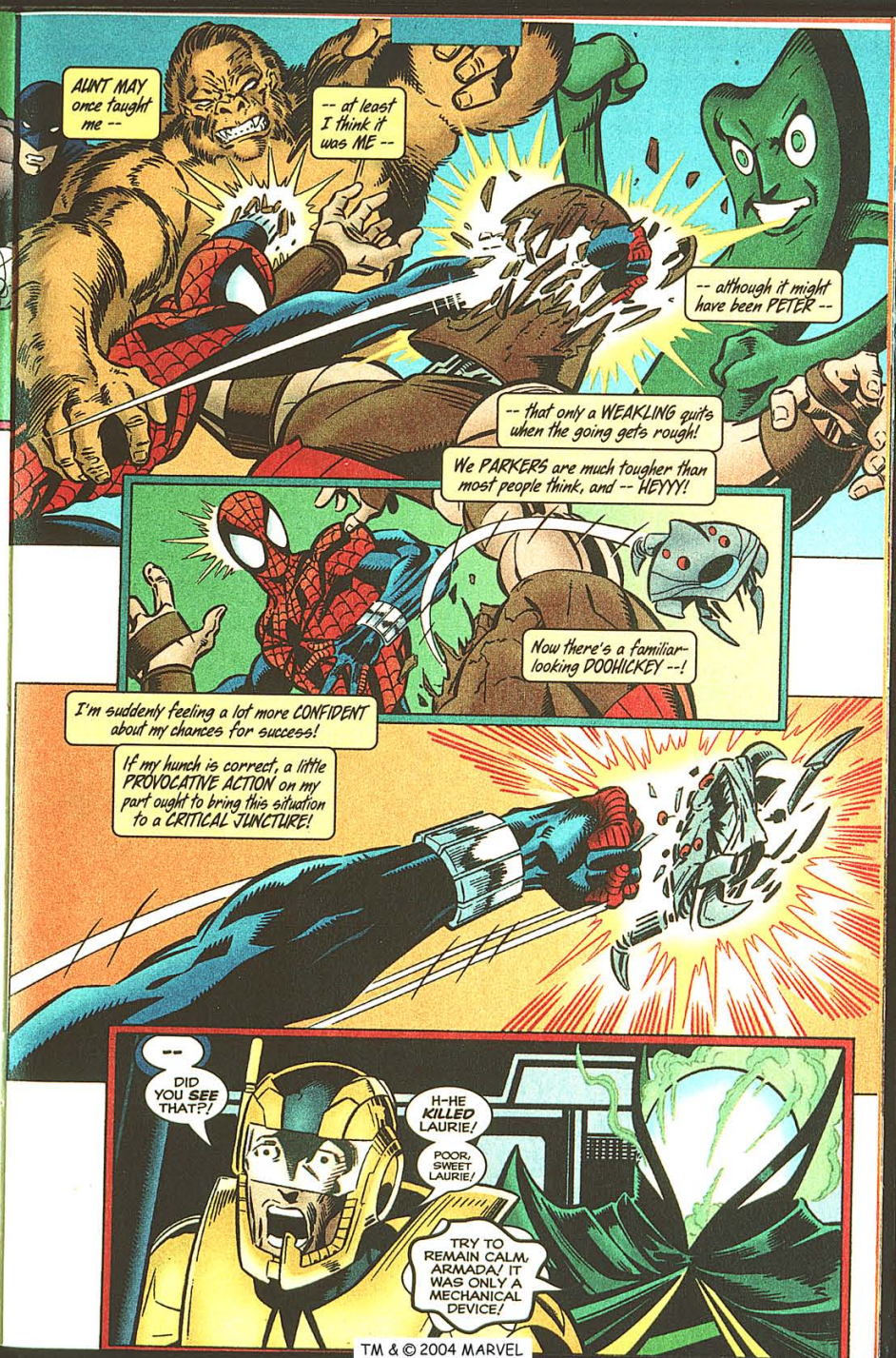
But my days of living with despair are OVER!

If someone can SHRINK me to this height --

-- I know that I can eventually find a way to REVERSE the process!

DO SOMETHING, MYSTERY!

DO SOMETHING!



AUNT MAY once taught me --

-- at least I think it was ME --

-- although it might have been PETER --

-- that only a WEAKLING quits when the going gets rough!

We PARKERS are much tougher than most people think, and -- HEYYY!

Now there's a familiar-looking DOOHICKY --!

I'm suddenly feeling a lot more CONFIDENT about my chances for success!

If my hunch is correct, a little PROVOCATIVE ACTION on my part ought to bring this situation to a CRITICAL JUNCTURE!

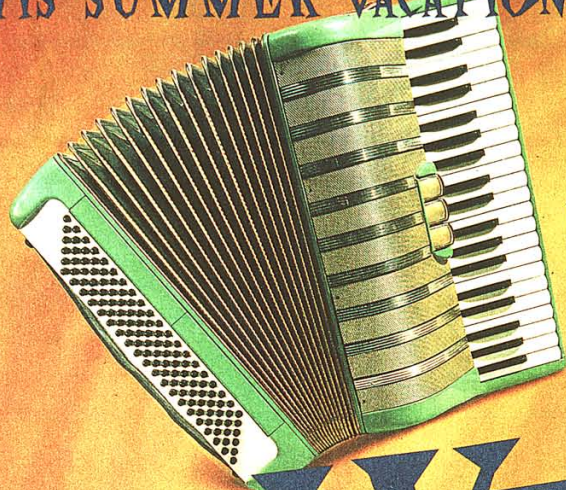
-- DID YOU SEE THAT?!

H-HE KILLED LAURIE!  
POOR, SWEET LAURIE!

TRY TO REMAIN CALM, ARMADA! IT WAS ONLY A MECHANICAL DEVICE!



THIS SUMMER VACATION...



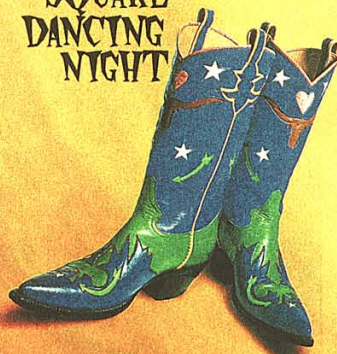
NO  
FAMILY  
TALENT  
SHOW

WE  
SWEAR.



NO ARTS  
AND CRAFTS  
HOUR

NO  
SQUARE  
DANCING  
NIGHT



JUST A REALLY  
COOL  
SWEEPSTAKES  
WHERE  
YOU CAN  
WIN  
A PART  
WITH  
SPIDER-MAN  
ON HIS  
OWN  
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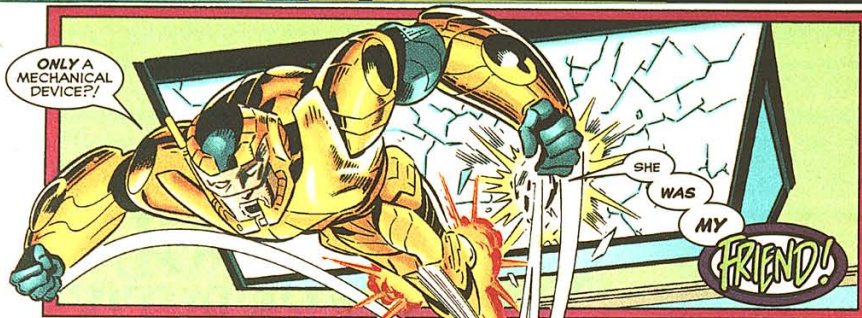
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ONLY A MECHANICAL DEVICE!

SHE WAS MY FRIEND!



Lookie who I just flushed out of hiding!

STOP THIS SENSELESS SLAUGHTER!

ENOUGH!

SLAUGHTER?!

THAT'S A BIT OVER THE TOP, ARMADA -- EVEN FOR A HEAD-CASE LIKE YOU!

I MAY HAVE SMASHED A FEW OF YOUR L'L PLAYMATES --



-- BUT THAT'S NOTHING COMPARED TO WHAT I'VE GOT PLANNED FOR YOU!

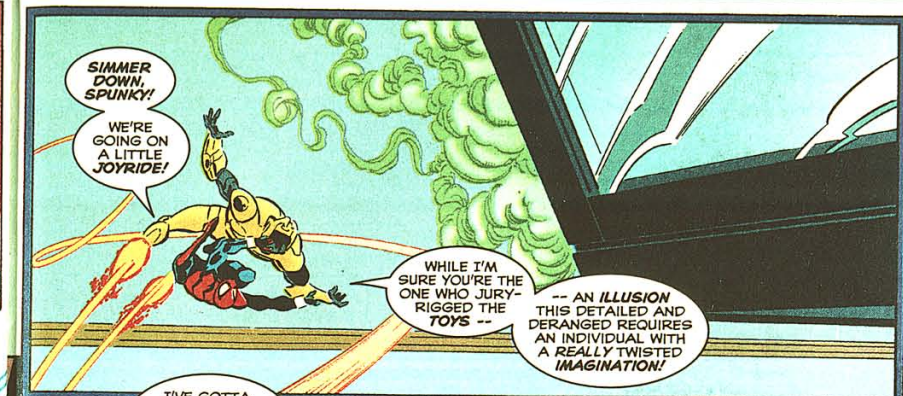
YOU DON'T UNDERSTAND! NO ONE DOES! MY DARLINGS ARE SO MUCH MORE THAN MERE ROBOTS!

THEY'RE DISTINCT INDIVIDUALS WITH THEIR OWN PERSONALITIES AND QUIRKS.



SPARK! AND I'LL BET THEY EVEN SEND YOU CARDS ON FATHER'S DAY!

WHA -- WHAT ARE YOU DOING TO ME?!

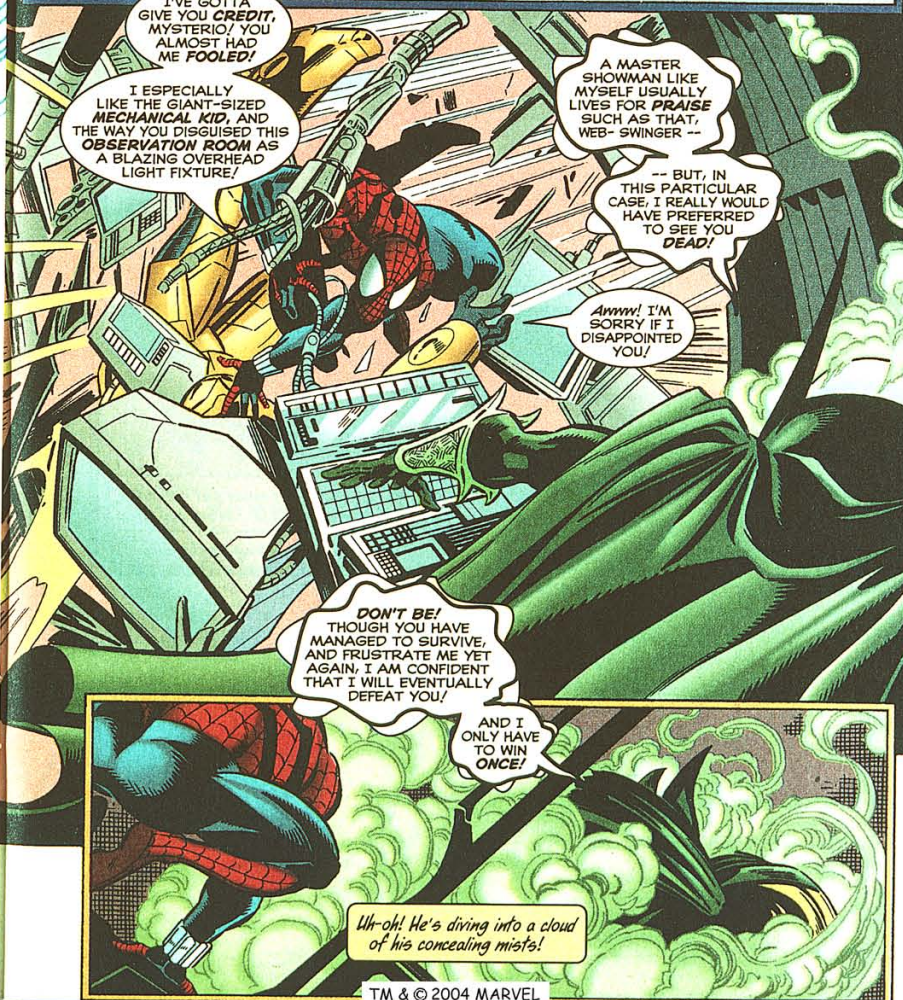


SIMMER DOWN, SPUNKY!

WE'RE GOING ON A LITTLE JOYRIDE!

WHILE I'M SURE YOU'RE THE ONE WHO JURY-RIGGED THE TOYS --

-- AN ILLUSION THIS DETAILED AND DERANGED REQUIRES AN INDIVIDUAL WITH A REALLY TWISTED IMAGINATION!



I'VE GOTTA GIVE YOU CREDIT, MYSTERIO! YOU ALMOST HAD ME FOOLED!

I ESPECIALLY LIKE THE GIANT-SIZED MECHANICAL KID, AND THE WAY YOU DISGUISED THIS OBSERVATION ROOM AS A BLAZING OVERHEAD LIGHT FIXTURE!

A MASTER SHOWMAN LIKE MYSELF USUALLY LIVES FOR PRAISE SUCH AS THAT, WEB-SWINGER --

-- BUT, IN THIS PARTICULAR CASE, I REALLY WOULD HAVE PREFERRED TO SEE YOU DEAD!

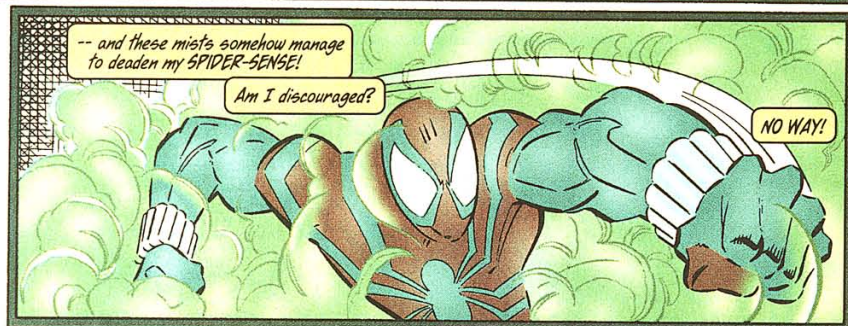
Awww! I'M SORRY IF I DISAPPOINTED YOU!

DON'T BE! THOUGH YOU HAVE MANAGED TO SURVIVE, AND FRUSTRATE ME YET AGAIN, I AM CONFIDENT THAT I WILL EVENTUALLY DEFEAT YOU!

AND I ONLY HAVE TO WIN ONCE!

Uh-oh! He's diving into a cloud of his concealing mists!





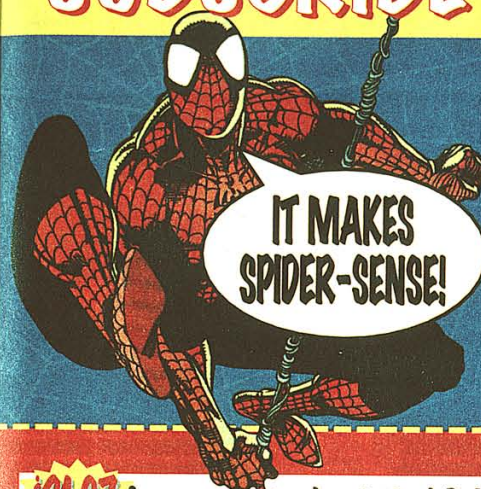
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- ☐ DDV Daredevil
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- ☐ INC Incredible Hulk
- ☐ IRM Iron Man
- ☐ PNS The Punisher
- ☐ SIL Silver Surfer
- ☐ THR Thor

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At least I *THOUGHT* it was his head!  
Hoo-boy! Talk about embarrassing!  
I don't know if the real MYSTERIO  
was ever truly here --

-- or if he just  
SUBSTITUTED  
this life-sized  
decoy while I was  
swatting air!

THAT LYING,  
CHEATING --!

H-HE  
USED ME!

HE  
PLAYED ME  
AND MY  
FRIENDS FOR  
FOOLS!

DOESN'T  
SOUND LIKE MUCH OF  
A STRETCH TO ME!

Y'KNOW, ARMADA... YOU  
REALLY SHOULD GET  
OUT MORE!

AT  
LEAST I HAD  
AN EXCUSE FOR  
MISTAKING HIS  
HYPERACTIVE  
ACTION FIGURE  
FOR THE REAL  
DEAL!

GOT  
TO HAND IT TO  
OL' MYSTERIO,  
THOUGH...

...HE  
USUALLY  
KEEPS YOU  
GUESSING!

AND HE'S  
ALWAYS GOOD  
FOR A FEW  
LAUGHS!

HAHAHAHA

WHAT  
A JOKE!

AFTER  
TAKING A JOB  
AND MOVING ALL THE  
WAY TO PORTLAND,  
OREGON...

...MARY  
JANE AND I  
FINALLY REALIZED  
THAT WE BELONG  
BACK HERE IN  
NEW YORK!

I'M  
JUST LUCKY  
THAT JOLLY JONAH  
JAMESON HAD THAT  
OPENING FOR ME AT  
THE DAILY  
BUGLE!

IT'S  
SO HARD  
TO ACCEPT  
THE FACT THAT  
SHE'S REALLY  
GONE --

OH!

BUT IT  
REALLY FEELS  
WEIRD TO BE  
LIVING IN AUNT  
MAY'S HOUSE  
AGAIN!

I KEEP  
EXPECTING TO  
SEE HER  
WHENEVER I  
LOOK UP!

ARE  
YOU ALL  
RIGHT,  
PETER?

WHAT  
HAPPENED?

I...I'M  
FINE... ALTHOUGH  
I FEEL LIKE A  
FIRST-CLASS  
KLUTZ!

A  
DINNER PLATE  
SLIPPED OUT OF  
MY HAND WHILE I  
WAS UNPACKING  
IT!

YOU  
SURE IT'S  
NOTHING?

NOTHING  
A LITTLE  
COORDINATION  
COULDN'T  
HELP!

I HATE  
TO KEEP SECRETS  
FROM MARY JANE,  
BUT I DIDN'T WANT TO  
ALARM HER WHILE SHE'S  
STILL CARRYING  
OUR BABY!

I  
CAN'T DENY  
IT ANY LONGER!  
I'M NOT SURE WHAT'S  
HAPPENING, BUT  
SOMETHING'S DEFINITELY  
WRONG WITH  
ME --

-- AND  
IT COULD BE  
SERIOUS!

NEXT ISSUE:  
THE LETHAL DEBUT OF  
**DELILAH!**



c/o Marvel Comics, 387 Park Avenue South, New York, NY 10016

## RALPH MACCHIO MARK BERNARDO

Editor Assistant Editor

Correspondents: If you don't want your full address printed, please let us know.

Dear Spider's Web,

In my opinion, AMAZING #409 was the height of the "Return of Kaine" storyline. There were some great battle scenes, and I like to think that all this Great Game stuff is leading up to something bigger. I also believe that the relationship between Kaine and Shannon is going somewhere. But I guess only you guys know for sure.

I have an idea about something else which was shown in this issue, namely the skeleton in the Spider-Man costume that was found in the smokestack. Well, I think I know where it came from. As I'm sure you'll recall, Spidey fought Venom on a deserted island a few years back. He managed to make Venom believe he was dead by leaving a cadaver with some scraps of his costume there. Could someone have discovered it and be using it to play a trick? Or is it a final taunt from the late Miles Warren? You people might have to take us through a whole new clone storyline to answer this. Either way, I hope you have both Peter and Ben play a role in figuring this out.

By the way, great issue over all. Until they find another Spider skeleton in an Indian burial ground, Make Mine Marvel!

Matt Billings  
104 Tucker Circle  
Monticello, GA 31064

Interesting theory on the origin of the skeleton, Matt! Several readers remembered that red herring from AMAZING #347, and postulated that it might be the skeleton in the smokestack. SENSATIONAL #3 showed that this was not the case... but it's nice to know we've got so many Spider-fans unafraid to do their homework!

Dear Spider's Web,

I just finished reading AMAZING #409 and I had this sudden urge to write in (once again), and to congratulate you on a terrific job. Mark Bagley's art rules. He inspires me to become an artist one day. "The Return of Kaine" is one of the best stories I've read this year. I just knew you guys wouldn't let a great character like Kaine go to waste so easily. He happens to be my favorite Marvel character. I see him as a hero, who deserves more than he gets, even though he has committed crimes. I really loved how you made Kaine look really weak, and still manage to beat the crap out of the Rhino. I was really disappointed in how Reilly wanted to put Kaine behind bars. Instead, they should become allies for once and stop their feud. Now for the few complaints that I

have:

1) Things were cool when you had Ben Reilly as Spidey, duking it out with super-villains, but now, you had to bring this skeleton onto the scene. Give the readers a break from this clone business! I also hope you're not gonna say that the real Parker is dead, and all that's left are his clones! This is starting to suck!

2) You still haven't given Kaine his own limited series! I would buy it even if every issue cost five smackeroos!

Until Kaine rules the Marvel Universe, Make Mine Marvel!

James Michael Sadek  
(Address withheld by request)

James, we get the distinct impression you really like this Kaine fellow! Hate to break it to you, buddy, but Ben Reilly and Kaine aren't gonna be buds anytime soon. How willing would you be to bury the hatchet with someone who framed you for murder and made your life hell for five years?

As for your complaint about the done storyline's longevity, it's far from the only one we've heard. You should have noticed by now that the skeleton mystery, though not fully resolved, has faded to the background while we focus on some classic Spider-Man adventures with Ben Reilly, before shaking things up for Peter and Ben...one last time.

A Kaine limited series? We're certainly open to the idea! All you Kaine-maniacs are hereby encouraged to deluge us with mail!

Dear Editor,

Let me start by saying that my grandfather bought me my first comic book when I was eleven years old. That book was issue #250 of AMAZING SPIDER-MAN. Now, as a twenty-three-year-old medical student, I have every issue since then. I have seen many changes in the life of Spider-Man, but none have hit so close to the original appeal of the book as the Ben Reilly storyline.

The events that affected Peter Parker over the years changed his personality. The weight of the world finally came to rest squarely on his shoulders. This isn't the case with Ben. His attitude is a return to the snappy, witty, mouth-running Spider-Man whose whole demeanor is a mask for the insecurities and mishaps of his personal life. Ben isn't perfect. He is just a guy who puts on a suit because it's the right thing to do.

Ben is the hero we all want to be: calm and funny under pressure, but just

like the rest of us, has no idea of what he's doing from day to day in his life. This has always been the appeal of Spider-Man to me; he is someone I can relate to. Girl trouble? Tell me about it. Money problems? All the time. Super-villains? Well, you get the picture.

I don't know what the future holds for Ben Reilly, but I hope he sticks around. He feels just like an old friend.

Trey Dubose  
135 Cannon Street, Apt. R  
Charleston, SC 29403

We're always happy to hear from someone who's supported us through the controversial storylines... and especially someone who states it in such a concise, heartfelt way. Our view of Ben Reilly is pretty much exactly yours — and it's nice to know that our intentions are coming across clearly to some of you!

Dear Marvel,

Re: AMAZING SPIDER-MAN #409.

Another fantastic issue! The writing and art on this book are both fresh and interesting. It has the feel of Spidey from the Silver Age, yet stands on its own. We've seen the web-slinger fight new villains (i.e. Polesar, Joystick) and classic villains (i.e. Mysterio, Rhino).

The circumstances involving the costume-wearing skeleton should prove very interesting and exciting. While it is often discussed what impact people like Tony Stark and Henry 'I'm' have had in the Marvel Universe, the impact some of the villains, such as the Jackal, have had hasn't really been discussed until recently. It will probably take many years (and hopefully, many interesting stories) for the wall-crawler to uncover everything that the good Professor Warren did.

Lloyd A. Grant  
(Address withheld by request)

The Jackal, even in death, does indeed continue to affect the life of our favorite web-slinger, as evidenced by the skeleton mystery. It remains to be seen if we've truly witnessed his last laugh!

### NEXT ISSUE:

While Peter Parker battles a mysterious illness in the hospital, Spider-Man battles a mysterious new female assassin! Who is the deadly Delilah — and what's her connection to Shirley's shady ex-husband whom we met this issue? Join Tom, Mark, Larry, and the gang in thirty to find out!

# BREAK TIME!

Fill in each row with a five-letter word. When you're done, read down the columns for a surprise.



OPPOSITE OF BELOW



OPPOSITE OF SOUR

|  |  |  |  |  |
|--|--|--|--|--|
|  |  |  |  |  |
|  |  |  |  |  |
|  |  |  |  |  |
|  |  |  |  |  |
|  |  |  |  |  |

Hey, when you're finished with these puzzles, give your brain a break and have a

Kit Kat bar. Crisp wafers in creamy chocolate. What's there to think about?



ANSWERS:  
DOWN  
1. JAGON  
2. JAGORV  
3. MORTS  
4. SHVARS







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